



RECEIVED
SURFACE TRANSPORTATION
BOARD

JUL 13 1 16 PM '00

DJJ Transportation Services, Inc.

a subsidiary of

The David J. Joseph Company

July 7, 1998

RECORDATION NO 20480- FILED A

JUL 13 '98 1-16 PM

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease Amendment NO. 1 dated as of May 29, 1998 between the following parties:

Lessor. DJJ Transportation Services, Inc
300 Pike Street
Cincinnati, OH 45202

Lessor. Florida Rock Industries, Inc
155 E 21st Street
Jacksonville, FL 32201

Please see Exhibit A as set forth in the document for the equipment involved in this transaction.

The lease to which this document is connected is recorded under Recordation No. 20480. Please file this agreement as a secondary document, the fee of \$26.00 is included on the enclosed check No 438203. If you have any questions please call me at 513-621-8770 ext 239.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julie M. Woodard

Julie M. Woodard
Documentation Assistant

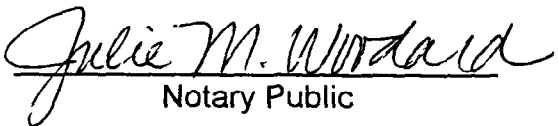
Enclosures

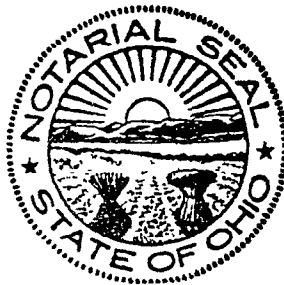
300 Pike Street
Cincinnati, Ohio 45202-4214
(513) 621-8770
FAX (513) 345-4422

Mail Address
P.O. Box 1078
Cincinnati, Ohio 45201-1078

CERTIFICATE

The undersigned, Julie M. Woodard, notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned ; has found the copy to be complete and identical in all respects to the original document.


Notary Public



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires Sept. 24, 2002

SURFACE TRANSPORTATION BOARD
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY


Julie M. Woodard
DJJ Transportation Services, Inc.
300 Pike Street
Cincinnati, Ohio 45202-4214

DATE: 7/13/98

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3 (c), on 7/13/98 at 1:16PM, and
assigned recordation number(s). 21507 and 20490-A.

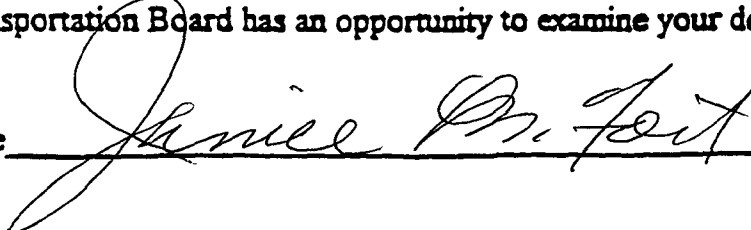
Sincerely Yours,


Vernon A. Williams
Secretary

Enclosure(s)

\$ 52.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT
AMENDMENT NO. 1

RECORDATION NO. 20480-A

FILED

JUL 13 '98

1-16 PM

This MEMORANDUM OF RAILROAD EQUIPMENT LEASE AMENDMENT NO. 1 ("Memorandum of Lease Amendment No. 1") entered into this 29th day of May, 1998, is intended to evidence the Amendment No. 1 to Railroad Equipment Lease dated as of May 29, 1998 (the "Lease Amendment No. 1"), between DJJ TRANSPORTATION SERVICES, INC., a Delaware corporation ("Lessor"), and FLORIDA ROCK INDUSTRIES, INC., a Florida corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the eighteen (18) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature

DJJ TRANSPORTATION SERVICES, INC.

By. 

Name. Douglas F. McMillan

Title: President

Date. May 19, 1998

FLORIDA ROCK INDUSTRIES, INC.

By. 

Name R. G. O'Brien

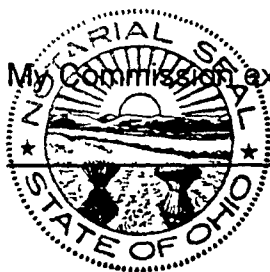
Title: President, FLA. Division

Date: 6/26/98

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 29th day of May, 1998, by Douglas F McMillan, the President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Linda M. Baughman
Notary Public



LINDA M. BAUGHMAN
Notary Public, State of Ohio
My Commission Expires July 22, 2002

STATE OF Florida)
)
COUNTY OF Duval) SS:

The foregoing instrument was acknowledged before me this 26th day of June, 1998, by R. H. O'Brien, the President, Florida Div. of Florida Rock Industries, Inc., a Florida corporation, on behalf of the corporation.

Faye A. Lee
Notary Public

My Commission expires:



Notary Public, State of Florida
FAYE A. LEE
My Comm Exp Feb 12, 2001
Comm No CC 613699

EXHIBIT A

To the Memorandum of Lease Amendment No. 1 dated May 29, 1998, between DJJ Transportation Services, Inc and Florida Rock Industries, Inc.

DESCRIPTION OF UNITS

Eighteen (18), 100-ton, 3420 cubic foot capacity, 3 pocket, open top hopper railcars bearing reporting marks as follows

DJTX 200	DJTX 6220
DJTX 201	DJTX 6221
DJTX 202	DJTX 6225
DJTX 203	DJTX 6227
DJTX 6200	DJTX 6228
DJTX 6202	DJTX 6233
DJTX 6205	DJTX 6235
DJTX 6206	DJTX 6236
DJTX 6211	DJTX 6237